



1 RON BENDER (SBN 143364)
2 JOHN-PATRICK M. FRITZ (SBN 245240)
3 LEVENE, NEALE, BENDER,
4 YOO & GOLUBCHIK L.L.P.
5 2818 La Cienega Avenue
6 Los Angeles, California 90034
7 Telephone: (310) 229-1234
8 Facsimile: (310) 229-1244
9 Email: RB@LNBYG.COM; JPF@LNBYG.COM

The following constitutes the order of the Court.
Signed: September 19, 2024

A handwritten signature in black ink, reading "Stephen L. Johnson", is written over a horizontal line.

Stephen L. Johnson
U.S. Bankruptcy Judge

6 Attorneys for Chapter 11 Debtor
7 and Debtor in Possession

9 **UNITED STATES BANKRUPTCY COURT**
10 **NORTHERN DISTRICT OF CALIFORNIA**
11 **SAN JOSE DIVISION**

12 In re:

13 BriteLab, Inc.,
14 a Delaware corporation

15 Debtor and Debtor in Possession.

) Case No.: 23-51520

)

) Chapter 11 Case

) Subchapter V

)

) **ORDER CONFIRMING DEBTOR'S**
) **THIRD AMENDED CHAPTER 11,**
) **SUBCHAPTER V, PLAN OF**
) **REORGANIZATION, DATED AUGUST**
) **13, 2024**

)

)

) Hearing on Plan Confirmation:

) Date: September 5, 2024

) Time: 1:30 p.m.

) Place: United States Courthouse

) Courtroom 9

) 280 South First Street

) San Jose, CA 95113-3099

)

1 At the above-referenced date, time, and location, the Honorable Stephen L. Johnson,
2 United States Chief Bankruptcy Judge for the Northern District of California (the “Court”) held a
3 hearing (the “Hearing”) to consider the confirmation of the Debtor’s Third Amended Chapter 11,
4 Subchapter V, Plan of Reorganization, Dated August 13, 2024 (the “Plan”) [ECF 86] filed by
5 BriteLab Inc., a Delaware corporation (the “Debtor”), the debtor and debtor in possession in the
6 above-captioned chapter 11 bankruptcy case (the “Case”). Appearances were made at the Hearing
7 as set forth on the Court’s record of the Hearing.

8 In support of confirmation of the Plan, the Court considered the Plan, the Tabulation of
9 Ballots and Ballot Summary (the “Ballots”) [ECF 66], the Objection to Confirmation of Debtor’s
10 Proposed First Amended Plan (“WCP Objection”) [ECF 63] filed by Woodside Capital Partners
11 International LLC (“WCP”), Creditor Tim Lenihan’s Objection to Debtor’s First Amended Plan
12 (Modified)” (“Lenihan Objection”) [ECF 58] filed by Tim Lenihan (“Lenihan”), all pleadings
13 filed in support of or in opposition to the Plan, the record in the Case, the docket in the Case, and
14 the statement of counsel made on the record at the Hearing.

15 **THE COURT HEREBY FINDS AS FOLLOWS:**

16 A. The notice of the Plan and the Hearing and the time fixed for submitting ballots
17 and filing objections to confirmation of the Plan was good and proper, properly served, and
18 adequate under applicable rules and the circumstances of the Case, and no further notice is
19 necessary or appropriate prior to entry of this Plan Order confirming the Plan;

20 B. The Lenihan Objection and WCP Objection are moot as (i) Lenihan and Debtor
21 entered into a settlement, which was approved by the Court, and Lenihan withdrew the Lenihan
22 Objection and changed his vote to support confirmation of the Plan, and (ii) Debtor and WCP
23 stated on the record at the Hearing that the parties had settled their dispute, put the material terms
24 of the settlement on the record at the Hearing, and WCP withdrew the WCP Objection and
25 changed its vote to support confirmation of the Plan; accordingly, 100% of the ballots returned
26 for Class 1 were voted to accept the Plan, and 100% of the ballot returned for Class 2 were voted
27 to accept the Plan;

28 C. The Subchapter V Trustee supports confirmation of the Plan; and

1 D. The applicable requirements for confirmation set forth in 11 U.S.C. § 1129(a), as
2 incorporated by 11 U.S.C. § 1191(a), have been satisfied, and;

3 E. Good cause appearing, therefor,

4 **THE COURT HEREBY ORDERS AS FOLLOWS:**

5 1. The Plan and each of its provisions (except as modified in this Order) is
6 CONFIRMED pursuant to 11 U.S.C. § 1191(a).

7 2. The terms of the Plan are incorporated by reference into and are an integral part of
8 this Plan Order. Any capitalized terms contained herein that are not otherwise defined have the
9 meaning ascribed to it in the Plan. The failure to specifically include any particular provision of
10 the Plan in this Plan Order will not diminish the effectiveness of such provision or constitute a
11 waiver thereof, it being the intent of the Court that the Plan is confirmed in its entirety and
12 incorporated herein by reference, unless specifically modified by the Plan Order.

13 3. The non-residential real property lease between Debtor and landlord MLC V SC –
14 SAN IGNACIO, LLC (“Landlord”) is ASSUMED pursuant to 11 U.S.C. § 365 and the cure
15 amounts to Landlord shall be paid over six months in accordance with the schedule set forth on
16 Exhibit 2 to the Plan [ECF 86 at 27].

17 4. With respect to the other unexpired leases and executory contracts other than the
18 Landlord’s lease, this Plan Order constitutes an order of the Bankruptcy Court under § 365 of the
19 Bankruptcy Code approving the assumption of the prepetition executory contracts and unexpired
20 leases as set forth on Exhibit 4 to the Plan, with the Debtor and Reorganized Debtor having
21 conclusively provided adequate assurance of future performance and there are no cure amounts
22 required for assumption pursuant to under § 365 except as set forth on Exhibit 4.

23 5. The last day for the Debtor to move for entry of a final decree and an order closing
24 this case or to file an application for an extension of the time to do so is December 5, 2024.

25
26 Approved as to form and content:

27 Dated: 9/13/2024

/s/ Corrine Bielejeski

Corrine Bielejeski

Attorney for Timothy Lenihan

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Approved as to form and content:

Dated: 9/13/2024

/s/ Gina R. Klimp
Gina R. Klump, Subchapter V Trustee

Approved as to form and content:

Dated: 9/13/2024

/s/ Julie Rome-Banks
Julie Rome-Banks
Binder Malter Harris & Rome-Banks LLP
Attorneys for MLC V SC – SAN IGNACIO,
LLC, Peninsula Land and Capital, Inc.

Approved as to form and content:

Dated: 9/13/2024

/s/ Cheryl C. Rouse
Cheryl C. Rouse
Law Offices of Rouse & Bahlert
Attorneys for Woodside Capital Partners
International, Inc.

** END OF ORDER **